

HOLOGIC INC  
Form 8-K  
March 05, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported) March 4, 2014**

**HOLOGIC, INC.**

**(Exact Name of Registrant as Specified in its Charter)**

**DELAWARE**

**(State or Other Jurisdiction**  
**of Incorporation)**

**1-36214**  
**(Commission**  
**File Number)**

**04-2902449**  
**(I.R.S. Employer**  
**Identification No.)**

**35 Crosby Drive, Bedford, MA**  
**(Address of Principal Executive Offices)**  
**(781) 999-7300**

**01730**  
**(Zip Code)**

**(Registrant's Telephone Number, Including Area Code)**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07 Submission of Matters to a Vote of Security Holders.**

Hologic, Inc. ( Hologic or the Company ) held its Annual Meeting of Stockholders on March 4, 2014. At the meeting, a total of 251,127,374 shares or 91.69% of the Common Stock issued and outstanding as of the record date were represented in person or by proxy.

The final results for each of the matters submitted to a vote of stockholders at the meeting are set forth below. A more detailed description of each proposal is set forth in the Company's proxy statement filed with the Securities and Exchange Commission on January 15, 2014.

**Proposal No. 1. Election of Directors.** The stockholders elected all of the Board of Directors' nominees for director, to serve until the Company's next Annual Meeting of Stockholders or until their respective successors are duly elected and qualified, by the votes set forth in the table below:

Name	For	Withheld	Abstained	Broker Non-Vote
Jonathan Christodoro	233,145,891	4,535,253		13,446,230
Sally W. Crawford	177,335,238	60,345,906		13,446,230
Scott T. Garrett	219,948,681	17,732,463		13,446,230
David R. LaVance, Jr.	185,863,746	51,817,398		13,446,230
Nancy L. Leaming	177,528,312	60,152,832		13,446,230
Lawrence M. Levy	207,261,076	30,420,068		13,446,230
Stephen P. MacMillan	224,906,338	12,774,806		13,446,230
Samuel Merksamer	221,156,948	16,524,196		13,446,230
Christiana Stamoulis	218,706,288	18,974,856		13,446,230
Elaine S. Ullian	178,202,056	59,479,088		13,446,230
Wayne Wilson	177,438,325	60,242,819		13,446,230

**Proposal No. 2. Advisory Vote to Approve the Company's Executive Compensation.** The stockholders cast an advisory vote to approve executive compensation as set forth in the table below:

For	Against	Abstained	Broker Non-Vote
81,781,589	155,704,078	195,477	13,446,230

**Proposal No. 3. Ratification of Appointment of Independent Registered Public Accounting Firm.** The stockholders ratified the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal 2014, by the votes set forth in the table below:

For	Against	Abstained	Broker Non-Vote
248,303,325	2,727,339	96,710	

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: March 5, 2014

HOLOGIC, INC.

By: /s/ Glenn P. Muir  
Glenn P. Muir  
Executive Vice President, Finance and  
Administration, and Chief Financial Officer